

Our ref: BCM\1000 087 971
Partner: Bruce Macdonald \ Carl Della-Bosca
Direct line: +61 2 9258 6873 \ +61 8 9366 8741
Email: bruce.macdonald@ashurst.com \
carl.della-bosca@ashurst.com

Ashurst Australia
Level 11
5 Martin Place
Sydney NSW 2000
Australia

21 January 2022

GPO Box 9938
Sydney NSW 2001
Australia

Tel +61 2 9258 6000
Fax +61 2 9258 6999
DX 388 Sydney
www.ashurst.com

Company Announcement Office
Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000

The logo for Ashurst, featuring the word "ashurst" in a lowercase, bold, sans-serif font.

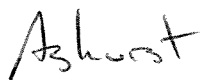
Dear Sir / Madam

Notice of change of interests of substantial holder in Latitude Group Holdings Limited ACN 604 747 391 ("Latitude")

We lodge a notice of change of interests of substantial holder in Latitude on behalf of the following parties:

- KVD Singapore Pte. Ltd. (Singapore registration number 201509236C);
- Deutsche Bank AG;
- KKR Clarendon Holdings L.P. (File number. 5823415), an entity wholly owned by funds and investment vehicles managed and/or advised by Kohlberg Kravis Roberts & Co. L.P. or its affiliates; and
- Vatpo Investments Pte. Ltd. (Singapore registration number 201508192D), an entity wholly owned by funds and investment vehicles managed and/or advised by Värde Partners, Inc or its affiliates.

Yours faithfully

A handwritten signature in black ink that reads "Ashurst".

Ashurst

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	Latitude Group Holdings Limited (Latitude)
ACN/ARSN	604 747 391
1. Details of substantial holder (1)	
Name	KVD Singapore Pte. Ltd. (Singapore registration number 201509236C) (KVDS) on its own behalf and on behalf of its controlled bodies corporate being those named in Annexure "A" to this notice Deutsche Bank AG on its own behalf and on behalf of its related bodies corporate (Deutsche Bank) KKR Clarendon Holdings L.P. (File number. 5823415), an entity wholly owned by funds and investment vehicles managed and/or advised by Kohlberg Kravis Roberts & Co. L.P. or its affiliates (KKR) Vatpo Investments Pte. Ltd. (Singapore registration number 201508192D), an entity wholly owned by funds and investment vehicles managed and/or advised by Värde Partners, Inc or its affiliates (Värde)
ACN/ARSN (if applicable)	See above.

There was a change in the interests of the substantial holder on

25 October 2021 and various other dates as specified in section 3 below

The previous notice was given to the company on

22 April 2021

The previous notice was dated

22 April 2021

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	719,597,933	71.96% (based on 1,000,000,000 ordinary shares on issue)	719,097,933	69.25% (based on 1,038,461,538 ordinary shares on issue)

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
25 October 2021	Each of KVDS, Deutsche Bank, KKR and Värde	Decrease in voting power of substantial holders as a result of issue by Latitude of 38,461,538 ordinary shares as part of the purchase consideration for the acquisition by Latitude of 100% of the securities in Symple Financial Group Pty Limited (Symple Acquisition) to the sellers under the Symple Acquisition as described in Latitude's ASX announcement dated 9 August 2021.	Not applicable	Not applicable	Not applicable

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
16 June 2021	Each of KVDS, Deutsche Bank, KKR and Värde	Disposal of 500,000 ordinary shares to Shinsei Bank, Limited	A\$1,300,000	500,000 ordinary shares	500,000
21 May 2021, 24, May 2021, 25, May 2021 and 26 May 2021	Deutsche Bank	Refer to Annexure "B"	Refer to Annexure "B"	Refer to Annexure "B"	Refer to Annexure "B"

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
KVDS	KVDS	KVDS	Relevant interest in 662,534,273 ordinary shares under section 608(1)(a) of the Corporations Act as the registered holder of those ordinary shares (KVDS Registered Holding)	662,534,273 ordinary shares	662,534,273
Each of Deutsche Bank, KKR and Värde	KVDS	KVDS	Relevant interest in the KVDS Registered Holding under section 608(3)(a) of the Corporations Act by reason of having voting power above 20% in KVDS and under section 608(1)(b) and (c) of the Corporations Act pursuant to the Shareholders Agreement - Legally Binding Term Sheet (the Shareholders Agreement). A copy of the Shareholders Agreement was attached as Annexure "B" to the Form 603 "Notice of initial substantial holder" dated 20 April 2021 given by the substantial holders.	662,534,273 ordinary shares	662,534,273
KVDS	Certain investors (Minority Investors) to whom KVDS transferred Latitude ordinary shares on 21 April 2021 as part of the restructure implemented in connection with the initial public offering of Latitude (Restructure) and who have executed put option deeds with KVDS dated 22 April 2021 (Put Option Deeds).	KVDS	Relevant interest in 56,563,660 ordinary shares registered in the name of the Minority Investors (Put Option Shares) under section 608(8)(b) of the Corporations Act pursuant to the Put Option Deeds entered into by KVDS and the Minority Investors. The form of the Put Option Deed was attached as Annexure "B" to the Form 604 "Notice of change of interests of substantial holder" dated 22 April 2021 given by the substantial holders. The Put Option Shares are registered in the name of the particular Minority Investors. KVDS does not have the power to exercise, or control the exercise of, voting rights attached to the Put Option Shares and does not have the power to dispose of, or control the exercise of a power to dispose of, the Put Option Shares.	56,563,660 ordinary shares	56,563,660

Each of Deutsche Bank, KKR and Värde	Certain Minority Investors to whom KVDS transferred Latitude ordinary shares on 21 April 2021 as part of the Restructure and who have executed a Put Option Deed	KVDS	Relevant interest in the Put Option Shares under section 608(3)(a) of the Corporations Act by reason of having voting power above 20% in KVDS and pursuant to section 608(8)(b) of the Corporations Act and the Put Option Deeds. The Put Option Shares are registered in the name of the particular Minority Investors. Deutsche Bank, KKR and Värde do not have the power to exercise, or control the exercise of, voting rights attached to the Put Option Shares and do not have the power to dispose of, or control the exercise of a power to dispose of, the Put Option Shares.	56,563,660 ordinary shares	56,563,660
--------------------------------------	--	------	---	----------------------------	------------

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

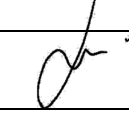
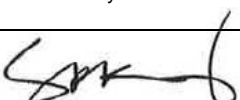
Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
KVDS	10 Collyer Quay, #10-01, Ocean Financial Centre, Singapore 049315
Deutsche Bank	126 Phillip Street, Sydney NSW 2000
KKR	1209 Orange Street, Wilmington, DE 19801, United States
Värde	c/o Värde Partners Asia Pte. Ltd., 6 Battery Road, #21-01, Singapore 049909

Signature

print name	Lemuel Cheong Chern Fai	capacity	Director, KVD Singapore Pte. Ltd. for and on behalf of the substantial holders named in 1 above
sign here		date	21 January 2022
print name	Jaka Prasetya	capacity	Director, KVD Singapore Pte. Ltd. for and on behalf of the substantial holders named in 1 above
sign here		date	21 January 2022

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A
KVDS Controlled Bodies Corporate

This is Annexure "A" of 1 page (including this page) referred to in the Form 604, "Notice of change of interests of substantial holder".



Name: Lemuel Cheong Chern Fai

Date: 21 January 2022



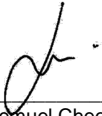
Name: Jaka Prasetya

Date: 21 January 2022

Entity name	ACN/ABN/Registration Number
KVD Hong Kong Ltd	2296634
Latitude Group Holdings Limited	604 747 391
Latitude Financial Services Limited	5624865
Latitude Innovation Holdings Limited	7146597
KVD Australia Pty Ltd	604 634 157
Latitude Investment Holdings Pty Ltd	616 863 006
Latitude Investment Holdings No 1 Pty Ltd	616 863 248
KVD TM Pty Ltd	607 234 015
Latitude Financial Services Australia Holdings Pty Ltd	603 161 100
LatitudePay Australia Pty Ltd	633 528 873
Latitude Automotive Financial Services	004 187 419
Latitude Finance Australia	008 583 588
Latitude Personal Finance Pty Ltd	008 443 810
Latitude Financial Services JV HoldCo Pty Ltd	603 160 827
Latitude Insurance Holdings Pty Ltd	619 174 926
Hallmark General Insurance Company Ltd	008 477 647
Hallmark Life Insurance Company Ltd	008 446 884
Symple Financial Group Pty Limited	644 873 049

Annexure B

This is Annexure "B" of 1 page (including this page) referred to in the Form 604, "Notice of change of interests of substantial holder".



Name: Lemuel Cheong Chern Fai

Date: 21 January 2022



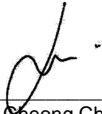
Name: Jaka Prasetya

Date: 21 January 2022

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
21 May 2021	Deutsche Bank	Sale by Deutsche Bank of ordinary shares	\$2.4094 per share	- 12,205 ordinary shares	- 12,205
21 May 2021	Deutsche Bank	Stock borrow by Deutsche Bank from JP Morgan Chase (see summary of key terms of stock lending agreement in Annexure "C")	Not applicable	25,000 ordinary shares	25,000
24 May 2021	Deutsche Bank	Purchase by Deutsche Bank of ordinary shares	\$2.3600 per share	11,161 ordinary shares	11,161
25 May 2021	Deutsche Bank	Return by Deutsche Bank of stock borrow to JP Morgan Chase (see summary of key terms of stock lending agreement in Annexure "C")	Not applicable	- 25,000 ordinary shares	- 25,000
26 May 2021	Deutsche Bank	Purchase by Deutsche Bank of ordinary shares	\$2.4001 per share	1,044 ordinary shares	1,044


Annexure C

This is Annexure "C" of 1 page (including this page) referred to in the Form 604, "Notice of change of interests of substantial holder".



Name: Lemuel Cheong Chern Fai

Date: 21 January 2022



Name: Jaka Prasetya

Date: 21 January 2022

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Bank AG, London Branch (2) JP Morgan Chase
Transfer date:	From: 23 April 2021 To: 25 October 2021
Holder of voting rights:	Registered holder
Are there any restrictions on voting rights:	No
If yes, detail:	N/A
Scheduled return date (if any):	None (subject to the terms of the relevant loan)
Does the borrower have the right to return early:	Yes
If yes, detail:	The borrower has the right to return at any time (subject to the terms of the relevant loan)
Does the lender have the right to recall early:	Yes
If yes, detail:	The lender has the right to recall at any time (subject to the terms of the relevant loan)
Will the securities be returned on settlement:	Yes
If yes, detail any exceptions:	N/A